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SURFACE TRANSPORTATION BOARD

February 17, 2009

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Full Termination of Lease, dated as of February 12, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and related documents previously filed with the Board under Recordation Number 26045.

The name and address of the party to the enclosed document are:

Lessor: ABN AMRO Bank N.V.  
208 South LaSalle Street, Suite 1500  
Chicago, Illinois 60604

[Lessee: Railcar Investments LLC  
c/o First Union Rail Corporation  
6250 River Road, Suite 5000  
Rosemont, Illinois 60018]

Anne K. Quinlan, Esq  
17 February, 2009  
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A description of the railroad equipment covered by the enclosed document is:

All Railroad equipment and any other equipment and assets described as being covered by the Lease as of February 12, 2009 are RELEASED.

A short summary of the document to appear in the index is:

Notice of Full Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', followed by a horizontal line.

Robert W. Alvord

RWA/sem  
Enclosures

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**NOTICE OF FULL TERMINATION OF LEASE SURFACE TRANSPORTATION BOARD**

The undersigned, ABN AMRO BANK N.V., a bank organized under the laws of the Netherlands and acting through its U.S. offices ("ABN"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that on January 30, 2009, it terminated the Lease between ABN, as Lessor and Railcar Investment, LLC, as Lessee, dated as of December 21, 2005 (such Lease, as amended and supplemented, the "Lease"), which Lease is referenced in the Memorandum of Lease dated December 21, 2005, filed with the Surface Transportation Board on December 21, 2005 at 10:06 a.m. under Recordation Number 26045, as amended and supplemented of record in secondary filings also filed under Recordation Number 26045 at the Surface Transportation Board. Consequently, all railroad equipment and any other equipment and assets described as being covered by the Lease as of the date of this instrument are released of record therefrom. This Notice is executed without prejudice to any representations, warranties and covenants of the parties under the Lease which by their terms expressly survive the termination thereof.

IN WITNESS WHEREOF, ABN AMRO BANK N.V. has caused this instrument to be executed by its officer thereunto duly authorized this 12th day of February, 2009.

ABN AMRO BANK N.V., as Lessor

By: 

Name: Blake J. Lacher

Title: Executive Vice President

By: 

Name: Kevin Kenning

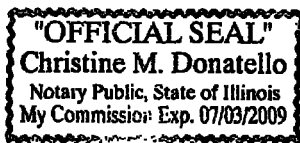
Title: Executive Vice President

State of Illinois )

County of Cook )

ss:

On this 12th day of February, 2009, before me personally appeared Blake J. Lacher and Kevin Kenning, to me personally known, who being by me duly sworn, says that they are a duly elected Executive Vice Presidents, of ABN AMRO BANK N.V. and that, as such, they are authorized to execute and deliver said instrument on behalf of said corporation, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Christine M. Donatello  
Christine M. Donatello  
NOTARY PUBLIC

(Notarial Seal)

My Commission expires: 07/03/2009